THE SASKATCHEWAN RESEARCH COUNCIL EMPLOYEES' PENSION PLAN

FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2008

Provincial Auditor Saskatchewan

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SASKATCHEWAN

AUDITOR'S REPORT

To the Members of the Legislative Assembly of Saskatchewan

I have audited the statement of net assets available for benefits and accrued pension benefits and (deficit)/surplus of The Saskatchewan Research Council Employees' Pension Plan (Plan) as at December 31, 2008 and the statements of changes in net assets available for benefits and changes in accrued pension benefits for the year then ended. The Plan's management is responsible for preparing these financial statements for Treasury Board's approval. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with Canadian generally accepted auditing standards. Those standards require that I plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In my opinion, these financial statements present fairly, in all material respects, the net assets available for benefits and accrued pension benefits and (deficit)/surplus of the Plan as at December 31, 2008 and the changes in the net assets available for benefits and changes in accrued pension benefits for the year then ended in accordance with Canadian generally accepted accounting principles.

Regina, Saskatchewan
February 12, 2009

Fred Wendel, CMA, CA
Provincial Auditor

THE SASKATCHEWAN RESEARCH COUNCIL EMPLOYEES' PENSION PLAN
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS AND ACCRUED PENSION BENEFITS AND (DEFICIT)/SURPLUS
As at December 31
(thousands of dollars)

	2008			2007		
	Defined Benefit	Defined Contribution	Total	Defined Benefit	Defined Contribution	Total
ASSETS						
Segregated fund (Note 3)	$ 1,679	$ 15,118	$ 16,797	$ 2,342	$ 18,935	$ 21,277
LIABILITIES						
Accounts payable and accrued liabilities	77	-	77	83	-	83
Net assets available for benefits (Statement 2)	$ 1,602	$ 15,118	$ 16,720	$ 2,259	$ 18,935	$ 21,194
ACCRUED PENSION BENEFITS (Statement 3)	1,767	15,118	16,885	2,217	18,935	21,152
(DEFICIT)/ SURPLUS	$ (165)	$ -	$ (165)	$ 42	$ -	$ 42

(See accompanying notes to the financial statements)

THE SASKATCHEWAN RESEARCH COUNCIL EMPLOYEES' PENSION PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
For the year ended December 31
(thousands of dollars)

	2008			2007		
	Defined Benefit	Defined Contribution	Total	Defined Benefit	Defined Contribution	Total
INCREASE IN ASSETS						
Current period change in value of investments	$ -	$ -	$ -	$ (1)	$ 41	$ 40
Contributions	46	857	903	-	724	724
Total increase (decrease) in assets	$ 46	$ 857	$ 903	$ (1)	$ 765	$ 764
DECREASE IN ASSETS						
Current period change in value of investments	$ 377	$ 3,063	$ 3,440	$ -	$ -	$ -
Refunds and transfers	-	1,611	1,611	-	1,677	1,677
Retirement benefits	326	-	326	332	-	332
Total decrease in assets	$ 703	$ 4,674	$ 5,377	$ 332	$ 1,677	$ 2,009
Decrease in net assets	$ (657)	$ (3,817)	$ (4,474)	$ (333)	$ (912)	$ (1,245)
Net assets available for benefits, beginning of year	2,259	18,935	21,194	2,592	19,847	22,439
Net assets available for benefits, end of year (Statement 1)	$ 1,602	$ 15,118	$ 16,720	$ 2,259	$ 18,935	$ 21,194

(See accompanying notes to the financial statements)

THE SASKATCHEWAN RESEARCH COUNCIL EMPLOYEES' PENSION PLAN
STATEMENT OF CHANGES IN ACCRUED PENSION BENEFITS
For the year ended December 31
(thousands of dollars)

	2008	2007
	Defined Benefit (Note 4)	Defined Benefit (Note 4)
Accrued pension benefits, beginning of year	$ 2,217	$ 2,314
Increase in accrued pension benefits		
Interest on accrued benefits	$ 123	$ 130
Change in actuarial assumptions	-	5
Experience losses (Note 6)	-	100
	$ 123	$ 235
Decrease in accrued pension benefits		
Benefits paid	$ 326	$ 332
Experience gains (Note 6)	247	-
	$ 573	$ 332
Accrued pension benefits, end of year (Statement 1)	$ 1,767	$ 2,217

(See accompanying notes to the financial statements)

1. Description of the Plan

The following description of the Plan is a summary only. For more complete information, reference should be made to the Plan Agreement. The Plan is administered by the Saskatchewan Research Council (SRC). The Pension Plan Advisory Committee (PAC) promotes awareness and understanding of the Plan, periodically reviews the results of the Plan, and discusses with SRC and Plan Members matters of concern to the Members. The PAC is comprised of a maximum of five members, of which one is from the SRC's senior management and two to four are appointed by SRC from the list of Plan Members.

(a) General

The Saskatchewan Research Council Employees' Pension Plan was established May 1, 1974 for the purpose of providing retirement income to SRC's employees. Up to and including December 31, 1990, the Plan provided the greater of a defined benefit or a defined contribution entitlement for Members of the Plan. Effective January 1, 1991, the Plan was amended and restated to provide solely a defined contribution benefit to Members. The changes did not affect existing pensioners who will continue to receive benefits as granted.

(b) Funding Policy

The employer contributes 4.875% of the Member's Earnings up to the Year's Maximum Pensionable Earnings (YMPE) and 7.5% of the Member's Earnings above the YMPE, as defined under the Canada Pension Plan, on a monthly basis. Under the terms of the Plan, members are neither required nor permitted to make contributions to the Plan.

(c) Retirement

Upon retirement, a transfer is available based on the Member's accumulated balance to another pension plan, a Locked-In Retirement Account Contract, a Prescribed Registered Retirement Income Fund or to purchase a life annuity contract.

(d) Termination Refunds

Upon application and subject to lock-in provisions, termination refunds are payable when a member ceases to be employed by SRC.

1. Description of the Plan (continued)

(e) Defined Benefit Pensioners

Pensioners receive benefit increases effective April 1st of each year based on CPI increases to the extent investment earnings exceed 6% in the previous calendar year. Based on the Plan rate of return, the pensioners will not receive an increase on April 1, 2009. The last increase was effective April 1, 2007.

No increase was provided in 2008, as there were no excess returns produced by the Plan's assets in 2007 and 2008.

The SRC Board of Directors passed a resolution, such that in a year where indexing of pension benefits, as established under the Plan, does not provide for an automatic increase, or where the automatic increase is less than the maximum permitted, the Board will review the status of the pension plan and may provide for an ad hoc increase.

2. Summary of Accounting Policies

The financial statements are prepared in accordance with Canadian generally accepted accounting principles. These principles require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates. Differences are reflected in current operations when identified. The following principles are considered to be significant:

(a) Investments

Units in the segregated fund are recorded in the accounts at their net asset value per unit. Net asset value per unit is the market value of the investments in the segregated fund's portfolio divided by the total number of outstanding units in that fund. The change in the net asset value of the units is shown as an increase or decrease in net assets available for benefits.

Additional units are acquired when distributions are made by the fund. Cash dividends are not paid by the fund; however, investors can realize changes in the underlying unit values by redeeming units.

2. Summary of Accounting Policies (continued)

(b) Change in Accounting Policies

Effective January 1, 2008, two new presentation and disclosure standards were adopted: Canadian Institute of Chartered Accountants (CICA) Handbook Section 3862, *Financial Instruments – Disclosures* (Section 3862); and Handbook Section 3863, *Financial Instruments – Presentation* (Section 3863).

Section 3862 and 3863 replaced Handbook Section 3861, *Financial Instruments – Disclosure and Presentation*. The new disclosure standards increase the disclosure related to financial instruments and the nature, extent and management of the Plan's risks arising from financial instruments. The presentation standards carry forward unchanged from the former presentation requirements. As these standards only address disclosure and presentation requirements, there is no impact on the Plan's net assets available for benefits.

(c) Future Accounting Policy Changes

The Accounting Standards Board of The Canadian Institute of Chartered Accountants has issued an exposure draft proposing to adopt IFRS effective January 1, 2011. Currently, pension plans are not required to convert to IFRS completely, but are to continue to comply with current standards. SRC is monitoring the transition to IFRS and is assessing the impact that the adoption of IFRS will have on its financial statements when conversion is required.

3. Segregated Fund

The investments are held in a segregated fund held by London Life Investment Management Ltd. The segregated fund holds units in the Phillips, Hager & North funds on behalf of members.

The investment objectives of the Plan are to ensure that the Plan has sufficient assets to meet future pension obligations and to generate sufficient cash flow to meet pension payments. The strategy employed to achieve these objectives is to invest cash flows from contributions into assets such as a segregated fund.

The value of the Plan's assets is affected by short-term changes in nominal interest rates, foreign currency and equity markets.

The investment is comprised of London Life Investment Management Ltd. units of a segregated fund that holds units of Phillips, Hager & North Balanced Pension Trust Fund totaling $16,067,461 (2007 - $20,883,089) and Canadian Money Market Fund totaling $728,869 (2007 - $394,219). The Balanced Pension Trust Fund and Canadian Money Market Fund have no fixed interest rate, and returns are based on the performance of the fund. The fair value of the investment is considered to be the market value, the calculation of which is described in Note 2.

3. Segregated Fund (continued)

Significant financial risks are related to the Plan's investments. These risks are managed by maintaining and following the Statement of Investment Policy and Procedures (Investment Policy), which is reviewed and approved annually by the SRC Audit and Finance Committee and Board of Directors. The Investment Policy provides guidelines as to the asset mix of the portfolio regarding quality and quantity of fixed income and equity investments. The asset mix helps to reduce the impact of market value fluctuations by requiring investments in different asset classes and in domestic and foreign markets. SRC reviews regular compliance reports from its investment manager as to their compliance with the Investment Policy. SRC also reviews regular compliance reports from the pooled fund custodian as to the investment manager's compliance with the Investment Policy.

Credit Risk
Credit risk arises from the potential for security issuers to default on their contractual obligation to the Plan. The Plan limits credit risk by setting investment restrictions within the Investment Policy and by dealing with issuers that are considered to be high quality.

Market Price Risk
The Plan invests in publicly traded equities and bonds available on domestic and foreign exchanges through the segregated fund. These securities are affected by market changes and fluctuations. The value of investments can be affected by changes in interest rates, foreign exchange rates, and equity prices. To manage these risks, SRC has adopted an Investment Policy whereby investments are strategically distributed among several classes of assets to reduce exposure to investment volatility. The Plan's Investment Policy also defines the minimum quality rating for new investments.

Interest Rate Risk
Interest rate risk refers to the adverse consequences of interest rate changes on the Plan's cash flows, financial position and income. This risk arises from differences in the timing and amount of cash flows related to the Plan's assets and liabilities. The value of some of the Plan's assets is affected by changes in nominal interest rates and equity markets.

The Plan manages interest rate risk by establishing a target asset mix that provides for a mix of interest-sensitive investments and investments subject to other risks. Interest-sensitive investments are actively managed to mitigate or take advantage of changes in interest rates.
The Plan holds approximately 40.4% (2007 - 44.2%) of its investments in fixed income securities at December 31, 2008.

Foreign Currency Risk
The Plan is exposed to currency risk through holding of foreign equities and foreign pay bonds where investment values may fluctuate due to changes in foreign exchange rates. The Plan manages foreign currency risk by limiting investment in foreign securities, in accordance with the Plan's Investment Policy and by investing in securities that are strategically distributed over several geographic areas to limit exposure to any one foreign currency.

3. Segregated Fund (continued)

Equity Price Risk

Equity price risk is the risk that value of an equity will fluctuate as a result of changes in market prices, whether caused by factors specific to an individual investment, its issue or all other factors affecting all instruments traded in the market.

The Plan manages equity price risk by limiting the amount invested in equity holdings, in accordance with the Plan's Investment Policy. The Plan holds approximately 59.6% (2007 – 55.7%) of its investments in equities at December 31, 2008. Of this percentage, Canadian equities are 31.2%, US equities are 17%, and other global equities are 11.4%.

Liquidity Risk

Liquidity risk is the risk that the Plan will not be able to meet its obligations as they come due. The Plan maintains an asset mix, in accordance with the Plan's Investment Policy, which helps to ensure the Plan is able to liquidate investments to meet its pension benefits or other obligations.

4. Obligations for Pension Benefits

The present value of the defined benefit obligation was determined using the projected benefits method prorated on service and the administrator's best estimate assumptions. Aon Consulting Inc. performed an actuarial valuation as at December 31, 2008 and as at December 31, 2007.

The pension obligation is based on a number of assumptions about future events including interest rate, mortality and inflation. Actual rates may vary significantly from the long-term assumptions used.

Investment earnings in excess of 6% will be applied to provide increases to all defined benefit pensioners in receipt of benefits, which are paid from the pension fund. Therefore, the significant long-term assumption used in determining the actuarial value of accrued pension benefits was:

Interest rate 6%

Upon termination of the defined benefit portion of the Plan, any balance remaining, after discharging all liabilities, shall belong to SRC. The balance may be distributed in a manner to be determined by SRC, at its sole discretion, after receiving prior approval in accordance with *The Pension Benefits Act, 1992*, the *Income Tax Act (Canada)* and the regulations thereunder.

The pension obligation is long term in nature. The Plan has no intention of settling its pension obligation in the near term and there is no market for settling pension obligations. Therefore, determination of the fair value of the pension liability is not practicable.

5. Solvency Deficiency

The Plan is registered with the Saskatchewan Superintendent of Pensions (Superintendent) and is required to comply with *The Pension Benefits Act, 1992* (Act). The Act requires the Plan to obtain, every three years, an actuarial valuation that outlines its funding position and solvency position. The funding position outlines whether the Plan has sufficient assets and future contributions to pay the benefits agreed to under the Plan. The solvency position outlines if the Plan has sufficient assets to windup the Plan at the valuation date. If the funding and solvency positions are deficits, the Act outlines how the deficits are to be paid. The actuarial valuation for funding and solvency purposes prepared by Aon Consulting Inc. as at December 31, 2008 was filed with the Superintendent. The valuation disclosed a solvency deficiency of $301,000 (2007 - $208,000), which is being funded by SRC making special monthly payments of $6,241 until December 2012 and monthly payments of $2,408 from January 2013 to December 2013. In addition, the valuation disclosed a funding deficiency of $165,000 (2007 - $42,000 surplus). SRC is funding this deficiency over the next 15 years in monthly payments of $1,378 from January 2009 to December 2023 in addition to the payments to address the solvency deficiency.

6. Experience Gains and Losses

The experience gains in 2008 are the result of the Plan experiencing higher mortality rates during the year than those projected by the mortality table used by the actuary. The experience losses in 2007 are the result of the Plan experiencing lower mortality rates during the year than those projected by the mortality table used by the actuary.

7. Investment Performance

The investment manager makes day-to-day decisions on whether to buy or sell investments in order to achieve the long-term performance objectives set by SRC and the PAC. SRC and the PAC review the investment performance of the Plan in terms of the performance of the benchmark portfolio over 5 year rolling periods. The long-term investment performance objective for the entire portfolio is to outperform a benchmark portfolio. Results for the year ended December 31, 2008 compared to the benchmark are as follows:

Period ended December 31, 2008	Benchmark Return	Annualized Gross Return
One year return	(16.84%)	(17.53%)
Three year return	(1.21%)	(2.43%)
Five year return	3.42%	2.69%

The one, three and five year rates of return are provided by London Life Investment Management Ltd. based on the performance of the segregated funds.

8. Related Party Transactions

SRC provides general administrative services without charge.

9. Administration

Administration costs may be paid out of the Plan assets as provided for in the Plan text. Since the Plan was in a deficit position at January 1, 2003, the Board of Directors concurred with management's recommendation that SRC would not be reimbursed for administration costs until such time as a sufficient surplus exists. No administration costs were reimbursed in 2008 or 2007.